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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

STILLWATER ASSET BACKED OFFSHORE FUND
LTD.,

Debtor.

Stillwater Liquidating LLC

Plaintiffs,

-against-

Net Five at Palm Pointe, LLC; Net Five Holdings LLC;
Planet Five Development Group LLC; Net Five South Beach
LLC; Net Five at Kings Hotel LLC; Net Five at Hallandale
LLC; Boggy Creek Villas, LLC; Net Five East Lyme, LLC;
Net Five-FDA at Islamorada, LLC; 1888 Boggy Creek
Road, LLC; Planet Five at Gerova LLC; Paul Rohan; Eric
Halter; Paradigm Credit Corporation; Saunders Capital LLC;
Calhoun Commercial Construction LLC; Judge Street Realty
LLC; SFN Dekalb Holdings LLC; Memphis Blues
Acquisition Group, LLC; Shreeji Hospitality of Charlotte,
LLC; Redrock Kings, LLC; John R. and Yvette Daniel III;
Stephen J. and Vicki McDonald; CL RP Stonecrest LLC;
335 Washington Avenue – Miami Beach LLC; 347
Washington Avenue – Miami Beach LLC; and Alma Bank.

Defendants.

Gerova Financial Group Ltd.

Nominal Defendant.

Chapter 11

Case No. 12-14140 (MEW)

Adv. Pro. No. 14-02245

**ORDER GRANTING STILLWATER LIQUIDATING LLC'S MOTION FOR
APPROVAL OF SETTLEMENT WITH 335 WASHINGTON AVENUE – MIAMI
BEACH LLC AND 347 WASHINGTON AVENUE – MIAMI BEACH LLC
PURSUANT TO BANKRUPTCY RULE 9019**

Upon consideration of the *Motion of Stillwater Liquidating, LLC for Approval of Settlement with 335 Washington Avenue – Miami Beach LLC and 347 Washington Avenue – Miami Beach LLC, Pursuant to Bankruptcy Rule 9019* (the “**Motion**”)¹ filed in the above-captioned Chapter 11 Case, and the Court having jurisdiction to consider the issues and the relief requested pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the issues and the requested relief being a core proceeding that the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice having been provided; and it appearing that no other or further notice need be provided; and no objections having been filed; and the Court having reviewed the Motion; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent set forth herein.
2. Stillwater LLC is authorized to enter into the Washington Settlement Agreement.
3. The Washington Settlement Agreement, as described in the Motion is approved in its entirety, and the Parties are authorized to perform their respective duties and obligations thereunder.

¹ Capitalized terms used, but not otherwise defined herein, shall have the meanings ascribed to them in the Motion.

4. Consistent with the previous order entered in this Court (dkt. 205), Stillwater LLC is authorized the publically file a redacted version of the Washington Settlement Agreement under seal.

5. The Washington Settlement Agreement shall remain under seal for 180 days from the date of the entry of this Order, and shall not be made available to anyone except on a confidential basis to this Court during that time.

6. After 180 days after entry of this Order, the Washington Settlement Agreement, automatically, shall be unsealed, and an unredacted version of the Washington Settlement Agreement shall be publically filed and appear on the docket of this case.

7. Stillwater LLC shall provide unredacted copies of the Washington Settlement Agreement to any party to the adversary proceeding styled *Stillwater Liquidating LLC v. Net Five Palm Pointe, LLC, et al.*, Adv. Pro. No. 14-02245 (MEW), who requests a copy and agrees to keep the Washington Settlement Agreement confidential by entry into a confidentiality agreement with Stillwater Liquidating.

8. This Court retains jurisdiction with respect to all matters arising from, based upon or related to the implementation of this Order.

Dated: March 22, 2017

s/Michael E. Wiles
Hon. Michael E. Wiles